

JUN 18 2010

INDIANA
SECRETARY OF STATE

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
SECURITIES DIVISION

IN THE MATTER OF:)
)
SEEED CONSORTIUM, LLC AND) Cause No.: 10-0148 CD
HOME OWNERSHIP POSSIBILITIES FOR EVERYONE, LLC,)
)
)
Respondents.)

CEASE AND DESIST ORDER

Petitioner, the Staff of the Office of the Indiana Secretary of State, Securities Division, has filed an Administrative Complaint against Respondents Home Ownership Possibilities for Everyone, LLC ("HOPE") and SEEED Consortium, LLC ("SEEED"), alleging violations of the Indiana Loan Broker Act ("Act"), Ind. Code 23-2-5, and requesting, inter alia, that Respondents HOPE and SEEED be ordered to cease and desist from violating the Act.

Pursuant to Ind. Code § 23-2-5-10(a), the Securities Commissioner ("Commissioner") may issue a cease and desist order without a hearing if there exists a substantial threat of immediate irreparable harm whenever it appears to the Commissioner, upon investigation, that a person has engaged in or is about to engage in an act or a practice constituting a violation of the Act.

Based upon the information presented, it appears to the Commissioner that Respondents HOPE and SEEED have engaged in acts constituting violations of the Act. Therefore, grounds exist under the Act to order Respondents HOPE and SEEED to immediately cease and desist from violating the Act. The Securities Commissioner hereby determines that this Cease and Desist order is in the public interest.

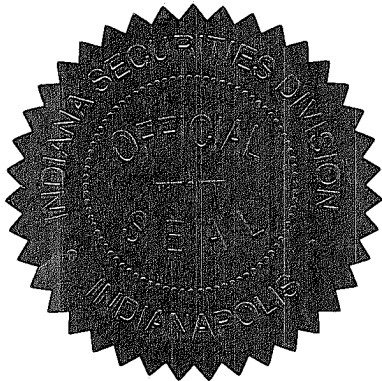
The Commissioner therefore ORDERS that Respondents HOPE and SEEED immediately CEASE AND DESIST from engaging in loan brokerage business without a license in violation of Ind. Code § 23-2-5-4(a).

The Commissioner ORDERS that Respondent SEEED also immediately CEASE AND DESIST from collecting fees that are not bona fide third party fees in violation of Ind. Code § 23-2-5-20(4).

IT IS FURTHER ORDERED that Respondents HOPE and SEEED shall file an answer to the Administrative Complaint within fifteen (15) days following the date of the receipt of the service of this Order. Respondents HOPE and SEEED shall be deemed to be in default if an answer is not filed within the time provided.

Pursuant to Ind. Code § 23-2-5-10(b), upon written request, this matter will be set for a hearing, commencing within fifteen (15) business days after the receipt of the request.

ORDERED at Indianapolis, Indiana, this 18TH day of JUNE, 2010.



TODD ROKITA
SECRETARY OF STATE

A handwritten signature in black ink, appearing to be "CNaylor", written over the printed name of the Commissioner.

CHRIS NAYLOR
INDIANA SECURITIES COMMISSIONER

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Respondents.)

ADMINISTRATIVE COMPLAINT

I. STATEMENT

1. The Staff of the Office of the Indiana Secretary of State, Securities Division, files this Administrative Complaint to commence an adjudicative proceeding against Respondents Home Ownership Possibilities for Everyone, LLC ("HOPE") and SEED Consortium, LLC ("SEED") for violating the Indiana Loan Broker Act ("Act").
2. This is an enforcement action arising from violations of the state loan broker laws by the Respondents.

II. JURISDICTION AND AUTHORITY

3. The Securities Division is a division of the Office of the Secretary of State. The Division has jurisdiction over matters relating to loan brokers, as provided by the Act. The Act authorizes the Division to regulate: (1) the licensing of loan brokers; (2) the registration of originators; and (3) prohibits fraud in connection with a contract for the services of a loan broker.
4. This action is brought pursuant to the enforcement authority conferred upon the Division by Ind. Code § 23-2-5-10, wherein the Commissioner is given the authority to conduct an

adjudicative proceeding to enforce the provisions of the Act and all Rules promulgated thereunder.

5. The actions and practices constituting the violations occurred in Indiana. The Division reserves the right to amend this Administrative Complaint and/or file additional Administrative Complaints to reflect information developed during an ongoing investigation.

III. RESPONDENTS

6. SEEED Consortium, LLC is a foreign limited liability company with a last known business address of 5348 Vegas Drive, Las Vegas, NV 89108. SEEED has at no time been licensed as a loan broker in the state of Indiana. The registered agent of SEEED is Nevada Corporate Headquarters, Inc., with a mailing address of P.O. Box 27740, Las Vegas, NV 89126.
7. Home Ownership Possibilities for Everyone, LLC is a foreign limited liability company with a last known business address of 9900 Corporate Campus Drive, Suite 3000, Louisville, KY 40223.

IV. VIOLATION OF THE LOAN BROKER ACT

COUNT ONE

Engaging in the Loan Brokerage Business without a License in in Violation of Ind. Code § 23-2-5-4(a)

8. This section incorporates by reference all preceding sections and paragraphs.
9. “A person may not engage in the loan brokerage business in Indiana unless the person first obtains a loan broker license from the commissioner.” Ind. Code § 23-2-5-4(a).
10. A loan broker is “any person who, in return for any consideration from any source procures, attempts to procure, or assists in procuring, a residential mortgage loan from a

third party or any other person, whether or not the person seeking the loan actually obtains the loan.” Ind. Code § 23-2-5-3(c).

11. In 2010, HOPE attempted to procure a residential mortgage loan from a third party on behalf of at least one (1) or more individuals in the state of Indiana although it was not licensed in the state of Indiana, in violation of Ind. Code § 23-2-5-4(a).
12. In 2010, SEED attempted to procure a residential mortgage loan from a third party on behalf of at least one (1) or more individuals in the state of Indiana although it was not licensed in the state of Indiana, in violation of Ind. Code § 23-2-5-4(a).

COUNT TWO
Collecting Fees that are not Bona Fide Third Party Fees
in Violation of Ind. Code § 23-2-5-20(4)

13. This section incorporates by reference all preceding sections and paragraphs.
14. “A person shall not, in connection with a contract for the services of a loan broker, either directly or indirectly, do any of the following: ... (4) Collect or solicit any consideration, except a bona fide third party fee, in connection with a loan until the loan has been closed.” Ind. Code § 23-2-5-20(4).
15. The Act states,

As used in this chapter, “bona fide third party fee”, with respect to a residential mortgage loan, includes any of the following:

(1) Fees for real estate appraisals. However, if the residential mortgage loan is governed by Title XI of the Financial Institutions Reform, Recovery, and Enforcement Act (12 U.S.C. 3331 through 3352), the fee for an appraisal performed in connection with the loan is not a bona fide third party fee unless the appraisal is performed by a person that is licensed or certified under IC 25-34.1-3-8.

(2) Fees for title examination, abstract of title, title insurance, property surveys, or similar purposes.

(3) Notary and credit report fees.

(4) Fees for the services provided by a loan broker in

procuring possible business for a creditor if the fees are paid by the creditor.

Ind. Code § 23-2-5-3(m).

16. SEEED advertises on its website that “The Consortium is comprised of entities that are capable of providing its members with access to capital and assets through varied use of capital enhancement/capital procurement programs, commodities trading opportunities and more conventional lending options.” *See* <http://seedconsortiumllc.com/about.php>.
17. SEEED also states on its website that “NEMA FINANCIAL SERVICES, an affiliate of SEEED CONSORTIUM, LLC, presents its 50/50 plan. NEMA affords its members the ability to purchase or refinance real estate, or to forestall foreclosure for half the cost in half the time of a conventional or hard money lender.” *See* <http://seedconsortiumllc.com/affiliate.php>.
18. The website goes on to explain that to qualify for such a plan, members must pay three hundred dollars (\$300) for a membership fee as well as seven percent (7%) of the loan “paid up front for working capital and debt services reserves.” *See id.*
19. Neither a membership fee or a payment of a percentage of the loan amount to be paid “up front” constitute bona fide third party fees under Ind. Code § 23-2-5-3(m).
20. SEEED, in connection with a contract for the services of a loan broker, either directly or indirectly, solicited fees from one (1) or more individuals in the state of Indiana that did not constitute bona fide third party fees in violation of Ind. Code § 23-2-5-20(4).

V. RELIEF REQUESTED

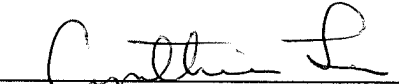
Wherefore, the Division respectfully requests that the Commissioner enter an Order:

- a) Finding as fact the allegations set forth in the Administrative Complaint;

- b) Ordering Respondents HOPE and SEED to immediately and permanently Cease and Desist from violating any provision of the Act;
- c) Imposing a civil penalty in an amount not to exceed Ten Thousand Dollars (\$10,000) for each violation of the Act committed by Respondents HOPE and SEED;
- d) Ordering Respondents HOPE and SEED to be Permanently Barred from the loan broker industry in the state of Indiana;
- e) Ordering Respondents HOPE and SEED to pay the costs of the investigation of this matter, pursuant to the Act;
- f) Finding that all the sanctions and remedies detailed herein are in the public interest and necessary for the protection of Indiana borrowers; and
- g) Granting such other and further relief as the Commissioner deems appropriate.

Respectfully Submitted,

INDIANA SECRETARY OF STATE
SECURITIES DIVISION



Cynthia Lee
Enforcement Attorney
302 West Washington Street, Room E-111
Indianapolis, Indiana 46204
(317) 232-1018

AFFIDAVIT OF SERVICE – BY CERTIFIED MAIL

Judith A. Smith, Enforcement Coordinator, being duly sworn, states that she re-served the attached and foregoing **ADMINISTRATIVE COMPLAINT and CEASE AND DESIST ORDER** upon the following by Certified Mail, Return Receipt Requested, and addressed as follows:

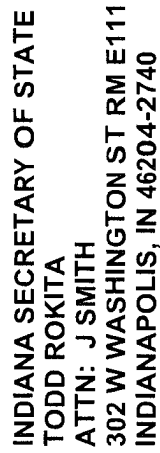
#1001 8119 60	SEED CONSORTIUM, LLC 5348 Vegas Drive Las Vegas, NV 89108-2347
#1001 8120 41	SEED CONSORTIUM, LLC c/o Nevada Corporate Headquarters, Inc. PO Box 27740 Las Vegas, NV 89126-7740
#1001 8121 34	HOME OWNERSHIP POSSIBILITIES FOR EVERYONE, LLC Suite 3000 9900 Corporate Campus Dr. Louisville, KY 40223-4050

on this 18th day of June, 2010.

A copy was also hand-delivered to Cynthia Lee of the Division.

A handwritten signature in black ink, reading "Judith A. Smith". The signature is written in a cursive, flowing style.

Affiant

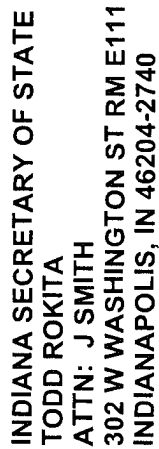


SEED CONSORTIUM, LLC



Non-Machinable Parcel

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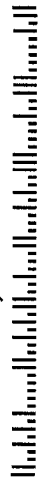



First Class Parcel
DMM 503 9.2.2

SEED CONSORTIUM, LLC, et al.



ELECTRONIC SCAN REQUIRED

FCM		USPS FIRST-CLASS MAIL®	
INDIANA SECRETARY OF STATE TODD ROKITA ATTN: J SMITH 302 W WASHINGTON ST RM E111 INDIANAPOLIS, IN 46204-2740		SHIPSEED CONSORTIUM, LLC TO: C/O NEVADA CORPORATE HEADQUARTERS, INC. PO BOX 27740 LAS VEGAS, NV 89126-7740 	
e/ USPS SIGNATURE CONFIRM		 9121 1416 2783 1001 8120 42	
Electronic Rate Approved #141627831			

**Attention Carrier
on Route #B900**

Non-Machinable Parcel

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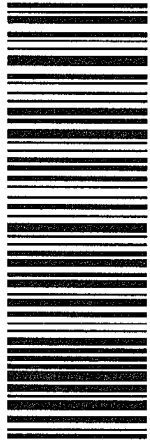


First Class Parcel
DMM 503 9.2.2

SEED CONSORTIUM, LLC, et al.



ELECTRONIC SCAN REQUIRED

FCM	USPS FIRST-CLASS MAIL®
<p>INDIANA SECRETARY OF STATE TODD ROKITA ATTN: J SMITH 302 W WASHINGTON ST RM E111 INDIANAPOLIS, IN 46204-2740</p> <p>SHIPHOME OWNERSHIP POSSIBILITIES TO: FOR EVERYONE, LLC SUITE 3000 9900 CORPORATE CAMPUS DR LOUISVILLE, KY 40223-4050</p> 	
<p>e/ USPS SIGNATURE CONFIRM</p>  <p>9121 1416 2783 1001 8121 34</p> <p>Electronic Rate Approved #141627831</p>	

**Attention Carrier
on Route #R041**

This piece is being
monitored for Delivery
and Scanning accuracy.

Non-Machinable Parcel

Attention: The styrofoam cube enclosed in this envelope is being included by the sender to meet a United States Postal Service regulation.